

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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PENNSYLVANIA PUBLIC SCHOOL	:	CIVIL ACTION
EMPLOYEES' RETIREMENT SYSTEM,	:	
Individually and on Behalf of All Others	:	NO. 11-CV-00733-WHP
Similarly Situated,	:	
	:	CLASS ACTION
Plaintiff,	:	
	:	
vs.	:	
	:	
BANK OF AMERICA CORPORATION, et al.,	:	
	:	
Defendants.	:	JURY TRIAL DEMANDED
	:	
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AFFIDAVIT OF SERVICE

I, Mark R. Rosen, a member of the bar of this Court, hereby depose and say:

1. I am an attorney for plaintiff Pennsylvania Public School Employees' Retirement System ("plaintiff") in the above-captioned action and am authorized to submit this affidavit on its behalf;

2. On September 23, 2011, plaintiff commenced this action with the filing of a consolidated complaint (the "Complaint") against defendants Bank of America Corporation ("BAC"), certain of its officers and directors, its outside auditor and the underwriters in the public offering of BAC securities at issue in plaintiff's Complaint (collectively, the "Underwriter Defendants").

3. On September 26, 2011, plaintiff effected service on underwriter defendant Merrill Lynch, Pierce, Fenner & Smith and on September 30, 2011, plaintiff effected service on underwriter defendant UBS Securities LLC.

4. Underwriter defendant SG Americas Securities, LLC waived service on November 22, 2011. The waiver of service of summons is attached hereto as Exhibit A.

5. On December 20, 2011, counsel for the Underwriter Defendants, WilmerHale, agreed to accept service of the Complaint by letter, which is attached hereto as Exhibit B.

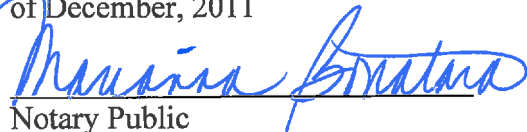
Date: December 28, 2011



Mark R. Rosen
BARRACK, RODOS & BACINE
3300 Two Commerce Square
2001 Market Street
Philadelphia, PA 19103
(215) 963-0600

Attorney for Plaintiff

Sworn to and Subscribed
Before me this 28th day
of December, 2011


Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Marianna Bonatara, Notary Public
City of Philadelphia, Philadelphia County
My Commission Expires April 26, 2013
Member, Pennsylvania Association of Notaries

EXHIBIT A

NOT TO BE FILLED IN BY PLAINTIFF OR DEFENDANT

UNITED STATES DISTRICT COURT

for the

Southern District of New York

Pennsylvania Public School Employees' Ret., Etc.

Plaintiff

v.

Bank of America Corporation, et al.,

Defendant

Civil Action No. 11-CV-00733-WHP

WAIVER OF THE SERVICE OF SUMMONS

To: SG AMERICAS SECURITIES LLC

(Name of the plaintiff's attorney or unrepresented plaintiff)

I have received your request to waive service of a summons in this action along with a copy of the complaint, two copies of this waiver form, and a prepaid means of returning one signed copy of the form to you.

I, or the entity I represent, agree to save the expense of serving a summons and complaint in this case.

I understand that I, or the entity I represent, will keep all defenses or objections to the lawsuit, the court's jurisdiction, and the venue of the action, but that I waive any objections to the absence of a summons or of service.

I also understand that I, or the entity I represent, must file and serve an answer or a motion under Rule 12 within 60 days from 10/05/2011 the date when this request was sent (or 90 days if it was sent outside the United States). If I fail to do so, a default judgment will be entered against me or the entity I represent.

Date: 11/2/11

SG AMERICAS SECURITIES LLC

(Printed name of party waiving service of summons)

Margaret Bartlett

(Signature of the attorney or unrepresented party)

Margaret Bartlett

*(Printed name)*1321 Avenue of the Americas
New York, New York 10020
Meg.bartlett@sgcib.com*(E-mail address)*

212-278-6002

(Telephone number)

Duty to Avoid Unnecessary Expenses of Serving a Summons

Rule 4 of the Federal Rules of Civil Procedure requires certain defendants to cooperate in saving unnecessary expenses of serving a summons and complaint. A defendant who is located in the United States and who fails to return a signed waiver of service requested by a plaintiff located in the United States will be required to pay the expenses of service, unless the defendant shows good cause for the failure.

"Good cause" does not include a belief that the lawsuit is frivolous, or that it has been brought in an improper venue, or that the court has no jurisdiction over this matter or over the defendant or the defendant's property.

If the waiver is signed and returned, you can still make these and all other defenses and objections, but you cannot object to the absence of a summons or of service.

If you waive service, then you must, within the time specified on the waiver form, serve an answer or a motion under Rule 12 on the plaintiff and file a copy with the court. By signing and returning the waiver form, you are allowed more time to respond than if a summons had been served.

EXHIBIT B

WILMERHALE

December 20, 2011

Fraser L. Hunter, Jr.

Mark R. Rosen, Esq.
Barrack, Rodos & Bacine
Two Commerce Square
2001 Market Street, Ste. 3300
Philadelphia, PA 19103

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fraser.hunter@wilmerhale.com

Re: *Pennsylvania Public School Employees' Retirement System v. Bank of America, et. al.*
No. 11-CV-00733 (S.D.N.Y.)

Dear Mark:

As you know, we represent the underwriter defendants in the above-referenced action. The underwriters on the attached Schedule A have authorized Wilmer Cutler Pickering Hale and Dorr, LLP to accept service of the September 23, 2011 consolidated complaint (the "Complaint") on their behalf.¹

Additionally, please be advised that the underwriter defendants will respond to the Complaint by January 11, 2012, in accordance with the Court's Order of November 4, 2011.

Thank you in advance for your attention in this matter.

Sincerely,



Fraser L. Hunter, Jr.

Attachment

¹ As you know, SG Americas Securities, LLC separately returned the waiver of service form. In addition, it is our understanding that plaintiffs effected service on Merrill Lynch, Pierce, Fenner & Smith and UBS Securities LLC.

Mark R. Rosen, Esq.
December 19, 2011
Page 2

WILMERHALE

Schedule A

Underwriters authorizing Wilmer Cutler Pickering Hale and Dorr, LLP to accept service

Cantor Fitzgerald & Co.

Cowen and Company, LLC

Daiwa Capital Markets America Inc. (formerly known as Daiwa Securities America Inc.)

Deutsche Bank Securities Inc.

Gleacher & Company Securities, Inc. (formerly known as Broadpoint Capital Inc.)

Goldman, Sachs & Co.

Keefe, Bruyette & Woods, Inc.

Key Banc Capital Markets Inc.

Macquarie Capital (USA) Inc.

Mizuho Securities USA Inc.

Morgan Stanley & Co. LLC (formerly known as Morgan Stanley & Co., Incorporated)

National Australia Bank Limited

RBS Securities Inc.

Sanford C. Bernstein & Co., LLC

Santander Investment Securities Inc.

Samsung Securities Co., Ltd.

Samuel A. Ramirez & Co., Inc.

Southwest Securities, Inc.

Stifel, Nicolaus & Company, Incorporated

SunTrust Robinson Humphrey, Inc.

UniCredit Capital Markets, Inc.

Wells Fargo Securities, LLC